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Counsel to the Liquidating Trustee

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

-----x	
In re:	: Chapter 11
	: :
CIRCUIT CITY STORES, INC., <u>et al.</u> ,	: Case No. 08-35653 (KRH)
	: :
Debtors.	: :
	: Jointly Administered
-----x	

**TWELFTH ORDER REGARDING LIQUIDATING TRUST'S FOURTH
OMNIBUS OBJECTION TO LANDLORD CLAIMS
(REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
AND DISALLOWANCE OF CERTAIN INVALID CLAIMS)**

THIS MATTER having come before the Court¹ on the Liquidating Trust's Fourth Omnibus Objection to Landlord Claims (Reduction of Certain Partially Invalid Claims and Disallowance of Certain Invalid Claims) (the "Objection"), which requested, among other things, that the claims specifically identified on Exhibits C and D attached to the Objection be reduced or disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Court will conduct a status conference on June 6, 2013 at 2:00 p.m. for all Claims identified on Exhibit A attached hereto.
2. The Liquidating Trust's rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.
3. The Liquidating Trust shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.
4. This Court shall retain jurisdiction to hear and determine all matters

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

arising from or relating to this Order.

Dated: Richmond, Virginia
_____, 2013

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavenner
Lynn L. Tavenner (VA Bar No. 30083)
Paula S. Beran (VA Bar No. 34679)
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New York, New York 10017
(212) 561-7700

*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner
Lynn L. Tavenner

In re Circuit City Stores, et al.

Case No. 08-35653 (KRH)

**Exhibit A to Twelfth Order Regarding Liquidating Trust's Fourth Omnibus Objection to Landlord Claims
Alphabetical Listing of Claims for Which Status Conference Will Take Place on June 6, 2013 at 2:00 p.m.**

Claim Holder	Claim	Exhibit
Abercorn Common LLP c/o Catherine Harrison King Miller & Martin PLLC 1170 Peachtree St. NE, Ste. 800 Atlanta, GA 30309-7706	12682	Exhibit C Reduction of Certain Partially Invalid Claims
AMHERST VF LLC ATTN MEI CHENG C/O VORNADO REALTY TRUST 210 RTE 4 E PARAMUS, NJ 07652	12697	Exhibit C Reduction of Certain Partially Invalid Claims
Amherst VF LLCVornado Realty Trust 210 Rte 4 E Paramus, NJ 07652	13910	Exhibit C Reduction of Certain Partially Invalid Claims
Bank of America National Association as Successor by Merger to LaSalle Bank National Association as Trustee for the Registered Holders of the Morgan Stanley Capital Inc Commercial Mortgage Pass Through Certificates Series 1997 C1 c/o Capmark Finance Inc Joseph Orsatti 116 Welsh Road Horsham, PA 19044	12152	Exhibit C Reduction of Certain Partially Invalid Claims
Basser Kaufman 312 LLC Attn James S Carr EsqRobert L LeHane Esq Kelley Drye & Warren LLP 101 Park AveNew York, NY 1078	12507	Exhibit C Reduction of Certain Partially Invalid Claims
Cardinal Capital Partners Inc. & 680 S. Lemon Ave. Co. LLC c/o Niclas A. Ferland Esq. LeClairRyan A Professional Corporation 555 Long Wharf Dr. 8th Fl. New Haven, CT 06511	12169	Exhibit C Reduction of Certain Partially Invalid Claims
CC Hamburg NY Partners LLC Mark B Conlan Esq Gibbons PC 1 Gateway Ctr Newark, NJ 07102-5310	12818	Exhibit C Reduction of Certain Partially Invalid Claims

Claim Holder	Claim	Exhibit
CC-Investors Trust 1995-1 Attn: Arina Meeuwsen 5500 Interstate N. Parkway Suite 600 Atlanta, Georgia 30328	12712	Exhibit C Reduction of Certain Partially Invalid Claims
CC-Investors Trust 1995-1 Attn: Arina Meeuwsen 5500 Interstate N. Parkway Suite 600 Atlanta, Georgia 30328	13882	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Bakersfield Commons Bakersfield CA c/o David L. Pollack Esq. Ballard Spahr Andrews & Ingersoll LLP 1735 Market St. 51st Fl. Philadelphia, PA 19103	12555	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Commons at Chancellor Charlotte NC c o David L PollackBallard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	8094	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Esplande Shopping Center Oxnard CA c/o David L. Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St. 51st Fl. Philadelphia, PA 19103	12634	Exhibit C25C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Esplande Shopping Center Oxnard CA c/o David L. Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St. 51st Fl. Philadelphia, PA 19103	12639	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Innes Market Salisbury NC c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12581	Exhibit C Reduction of Certain Partially Invalid Claims

Claim Holder	Claim	Exhibit
Centro Properties Group ta Innes Market Salisbury NC c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12582	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Montebello Plaza Montebello CA c/o David L. Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St. 51st Fl. Philadelphia, PA 19103	12638	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Montebello Plaza Montebello, CA c/o David L. Pollack Esq. Ballard Spahr Andrews & Ingersoll LLP 1735 Market St. 51st Fl. Philadelphia, PA 19103	12754	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Venture Point Duluth GA c/o David L Pollack EsqBallard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	8089	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Venture Point Duluth GA c/o David L PollackBallard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	8490	Exhibit C Reduction of Certain Partially Invalid Claims
CMAT 1999 C2 Bustleton Avenue Limited Partnership c/o Mindy A. Mora Bilzin Sumberg Baena Price & Axelrod LLP 200 S. Biscayne Blvd., Ste. 2500 Miami, FL 33131	12078	Exhibit C Reduction of Certain Partially Invalid Claims
Giant Eagle Inc c/o Darlene M Nowak Esq Marcus & Shapira LLP 35th Fl 1 Oxford Ctr Pittsburgh, PA 15219	13017	Exhibit C Reduction of Certain Partially Invalid Claims

Claim Holder	Claim	Exhibit
Giant Eagle Inc Darlene M Nowak Esq Marcus & Shapira LLP One Oxford Ctr 35th Fl 301 Grant St Pittsburgh, PA 15219	14019	Exhibit C Reduction of Certain Partially Invalid Claims
GREECE RIDGE LLC c o THOMAS W DANIELS ESQWILMORITE MANAGEMENT GROUP LLC 1265 SCOTTSVILLE RDROCHESTER , NY 14624	12764	Exhibit C Reduction of Certain Partially Invalid Claims
Inland American Chesapeake Crossroads LLC c/o Bert Bittourna, Esq. Inland American Retail Management LLC Inland Real Estate Group 2901 Butterfield Rd., 3rd Fl. Oak Brook, IL 60523	12720	Exhibit C Reduction of Certain Partially Invalid Claims
Inland American Oklahoma City Penn LLC Attn: Karen C. Bifferato and Kelly M. Conlan The Nemours Bldg. 1007 N. Orange St. PO Box 2207 Wilmington, DE 19807	12092	Exhibit C Reduction of Certain Partially Invalid Claims
Inland American Retail Management LLC Attn: Karen C. Bifferato and Kelly M. Conlan The Nemours Bldg. 1007 N. Orange St. PO Box 2207 Wilmington, DE 19807	14955	Exhibit C Reduction of Certain Partially Invalid Claims
Inland Southwest Management LLC Attn: Karen C. Bifferato and Kelly M. Conlan Connolly Bove Ldge & Hutz., LLP The Nemours Bldg. 1007 N. Orange St. PO Box 2207 Wilmington, DE 19807	14936	Exhibit C Reduction of Certain Partially Invalid Claims
Inland Western Austin Southpark Meadows II LP Inland Real Estate Group Inland Southwest Management LLC 2901 Butterfield Rd., 3rd Fl. Oak Brook, IL 60523	12830	Exhibit C Reduction of Certain Partially Invalid Claims

Claim Holder	Claim	Exhibit
Inland Western Avondale McDowell LLC Inland Real Estate Group Inland Southwest Management LLC 2901 Butterfield Rd., 3rd Fl. Oak Brook, IL 60523	9725	Exhibit C Reduction of Certain Partially Invalid Claims
Inland Western Cedar Hill Pleasant Run Limited Partnership c/o Bert Bittourna, Esq. Inland Real Estate Group Inland Southwest Management LLC 2901 Butterfield Rd., 3rd Fl. Oak Brook, IL 60523	12644	Exhibit C Reduction of Certain Partially Invalid Claims
Inland Western College Station Gateway LP c/o Bert Bittourna, Esq. Inland Real Estate Group Inland Southwest Management LLC 2901 Butterfield Rd., 3rd Fl. Oak Brook, IL 60523	12082	Exhibit C Reduction of Certain Partially Invalid Claims
Inland Western Houma Magnolia LLC Inland Real Estate Group Inland Southwest Management LLC 2901 Butterfield Rd., 3rd Fl. Oak Brook, IL 60523	12643	Exhibit C Reduction of Certain Partially Invalid Claims
Inland Western Lake Worth Towne Crossing LP Inland Real Estate Group Inland Southwest Management LLC 2901 Butterfield Rd., 3rd Fl. Oak Brook, IL 60523	12829	Exhibit C Reduction of Certain Partially Invalid Claims
Inland Western San Antonio HQ LP Inland Real Estate Group Inland Southwest Management LLC 2901 Butterfield Rd., 3rd Fl. Oak Brook, IL 60523	12646	Exhibit C Reduction of Certain Partially Invalid Claims
Inland Western Southlake Corners LP Inland Real Estate Group Inland Southwest Management LLC 2901 Butterfield Rd., 3rd Fl. Oak Brook, IL 60523	12828	Exhibit C Reduction of Certain Partially Invalid Claims
Inland Western Sugar Land Colony LP Inland Real Estate Group Inland Southwest Management LLC 2901 Butterfield Rd., 3rd Fl. Oak Brook, IL 60523	12831	Exhibit C Reduction of Certain Partially Invalid Claims

Claim Holder	Claim	Exhibit
MB Keene Monadnock LLC c/o Bert Bittoluma, Esq. Inland Real Estate Group 2901 Butterfield Rd. 3rd Flr Oak Brook, IL 60523	12744	Exhibit C Reduction of Certain Partially Invalid Claims
Midland Loan Services Inc c o Katharine BattaiaThompson and Knight LLP 1722 Routh St Ste 1500 Dallas, TX 75201	8362	Exhibit C Reduction of Certain Partially Invalid Claims
Regency Centers LP Attn: James S. Carr Esq. & Robert L. LeHane Esq Kelley Drye & Warren LLP 101 Park Ave. New York, NY 10178	12794	Exhibit C Reduction of Certain Partially Invalid Claims
Regency Centers LP Attn: Randy Shoemaker 1 Independent Dr. Ste. 114 Jacksonville, FL 32202-5019	14791	Exhibit C Reduction of Certain Partially Invalid Claims
WEC 99A 2 LLC c o Katharine BattaiaThompson and Knight LLP 1722 Routh St Ste 1500 Dallas, TX 75201	14057	Exhibit C Reduction of Certain Partially Invalid Claims